

**EXHIBIT B**

**Proposed Order**

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

Presentment Date: April 16, 2013  
Time: 12:00 p.m.

SECURITIES INVESTOR PROTECTION  
CORPORATION,

Objections Due: April 16, 2013  
Time 11:00 p.m.

Plaintiff-Applicant,

Adv. Pro. No. 08-01789 (BRL)

v.

SIPA Liquidation

BERNARD L. MADOFF INVESTMENT  
SECURITIES LLC,

(Substantively Consolidated)

Defendant.

In re:

BERNARD L. MADOFF,

Debtor.

**ORDER GRANTING TRUSTEE'S MOTION TO RETAIN  
BEDELL CRISTIN GUERNSEY PARTNERSHIP AS SPECIAL  
COUNSEL *NUNC PRO TUNC* AS OF APRIL 5, 2013**

Upon the motion (the "Motion") of Irving H. Picard (the "Trustee"), as trustee for the substantively consolidated liquidation of the business of Bernard L. Madoff Investment Securities LLC, and the estate of Bernard L. Madoff, for authority to retain Bedell Cristin Guernsey Partnership ("Bedell Cristin"), as special counsel, *nunc pro tunc*, as of April 5, 2013, and due and proper notice having been given under the circumstances of this case, and the Securities Investor Protection Corporation having specified Bedell Cristin as special counsel, and after due deliberation,

IT IS HEREBY ORDERED THAT:

1. The Motion is GRANTED.
2. The Court finds that Bedell Cristin is deemed disinterested under 15 U.S.C. §

78eee(b)(6)(B).

3. The Trustee is authorized to retain Bedell Cristin as special counsel to the Trustee as provided in the Motion, *nunc pro tunc*, as of April 5, 2013.

Dated: New York, New York  
\_\_\_\_\_, 2013

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HONORABLE BURTON R. LIFLAND  
UNITED STATES BANKRUPTCY JUDGE